

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

FCS ADVISORS, LLC,

Plaintiff,

—against—

THEIA GROUP, INC., d/b/a “THORIAN GROUP” and/or “CYPERIAN”; THEIA AVIATION, LLC; and THEIA HOLDINGS A, INC., d/b/a “THORIAN HOLDINGS,”

21 Civ. 6995 (PKC)

Defendants.

**NOTICE OF MOTION OF MICHAEL FUQUA, AS RECEIVER,
FOR ENTRY OF (A) AN ORDER (I) APPROVING BIDDING PROCEDURES IN
CONNECTION WITH THE SALE OF ALL OR SUBSTANTIALLY ALL OF THE
RECEIVERSHIP ENTITIES’ ASSETS, (II) SCHEDULING AN AUCTION FOR, AND
HEARING TO APPROVE, THE SALE, (III) APPROVING NOTICE OF AUCTION
AND SALE HEARING, (IV) FURTHER EXTENDING THE RECEIVERSHIP STAY
THROUGH AUGUST 31, 2023, AND (V) GRANTING RELATED RELIEF; AND (B) AN
ORDER (I) AUTHORIZING AND APPROVING THE SALE FREE AND CLEAR
OF LIENS, CLAIMS, RIGHTS, ENCUMBRANCES, AND OTHER INTERESTS,
AND (II) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that Michael Fuqua, as receiver (the “Receiver”)¹ for Theia Group, Inc., Theia Aviation LLC, and Theia Holdings A, Inc. (collectively, the “Receivership Entities”), by and through his undersigned counsel, will move (the “Sale Motion”) the Court, before the Honorable P. Kevin Castel, United States District Judge for the Southern District of New York, at the Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, New York, NY 10007-1312, for entry of (a) an Order (the “Bidding Procedures Order”), substantially in the form attached as Exhibit A: (i) authorizing and approving the proposed

¹ Capitalized terms used but not defined in this *Notice of Motion* shall have the meanings given to such terms in the accompanying Memorandum of Law or the Bidding Procedures, as the context requires.

Bidding Procedures in Connection With the Sale of the Receivership Entities' Assets, in substantially the form attached as Exhibit 1 to the Bidding Procedures Order (the “Bidding Procedures”) to be used in connection with the Sale, free and clear of all liens, claims, interests, and encumbrances (except for any permitted liens and encumbrances as determined by the Receiver and any Successful Bidder or the Court), of all or substantially all of the Receivership Entities’ Assets, (ii) setting the dates for the Bid Deadline, the Auction, and the Sale Hearing, (iii) approving all forms of notice related to the related to the Bidding Procedures, the Auction, and the Sale Hearing, (iv) further extending the Receivership Stay through and including August 31, 2023, without prejudice to seek further extensions, and (v) granting related relief; and (b) an order (i) authorizing the Sale of the Assets free and clear of all liens, claims, interests, and encumbrances (except for any permitted liens and encumbrances as determined by the Receiver and any Successful Bidder or the Court), and (ii) granting related relief.

PLEASE TAKE FURTHER NOTICE that, in support of the Sale Motion, the Receiver relies upon the accompanying *Memorandum of Law* in support of the Motion and the *Declaration of Michael Fuqua, as Receiver, in Support of the Motion* (the “Fuqua Declaration”), each of which is being filed contemporaneously herewith.

PLEASE TAKE FURTHER NOTICE that copies of the *Memorandum of Law* and Fuqua Declaration can be obtained (i) for a fee through the Court’s website at <https://www.nysb.uscourts.gov/> referencing Case No. 21 Civ. 6995 (PKC) or (ii) for free upon request directed to counsel for the Receiver, Reed Smith LLP, 1201 N. Market Street, Suite 1500, Wilmington, Delaware 19801, Attn: Jason D. Angelo, Esq. (jangelo@reedsmith.com).

PLEASE TAKE FURTHER NOTICE that pursuant to Rule of Civil Procedure 6(d) and Rule 6.1(b) of the *Local Rules of the United States District Courts for the Southern and Eastern*

Districts of New York and Paragraph 15 of the Receivership Order, opposing affidavits and answering memoranda must be filed on or before **June 23, 2023**.

Dated: June 16, 2023
New York, New York

Respectfully submitted,

REED SMITH LLP

By: /s/ Kurt F. Gwynne

Kurt F. Gwynne
599 Lexington Avenue
New York, New York 10022
Telephone: (212) 521-5400
Facsimile: (212) 521-5450
E-mail: kgwynne@reedsmit.com

- and -

Jason D. Angelo, Esq. (admitted *pro hac vice*)
1201 N. Market Street, Suite 1500
Wilmington, Delaware 19801
Telephone: (302) 778-7500
Facsimile: (302) 778-7575
E-mail: jangelo@reedsmit.com

*Counsel for Michael Fuqua, in his capacity as
Receiver of Theia Group, Inc., Theia Aviation LLC,
and Theia Holdings A, Inc.*